

**ITEL**  
**CORPORATION**  
**RAIL DIVISION**

8-020A086

JAN 20 1978  
Date  
Fee \$ 50.00

RECORDATION NO. 9208 Filed & Recorded  
JAN 20 1978 - 1 14 PM  
Washington, D. C.

January 16, 1978

**INTERSTATE COMMERCE COMMISSION**

Hon. H. G. Homme  
Acting Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

Dear Sir:

Enclosed for filing with and recording by the Interstate Commerce Commission are six copies of a Conditional Sale Agreement dated as of January 13, 1978 between Itel Corporation, Rail Division, Two Embarcadero Center, San Francisco, California, 94111, and FMC Corporation, 200 East Randolph Drive, Chicago, Illinois 60601, covering the boxcars numbered MR 2400 through MR 2405, both inclusive.

Also enclosed is a check in the sum of \$50.00, payable to the Interstate Commerce Commission, being the prescribed fee for filing and recording the foregoing document.

The identifying legend on the equipment shall read:  
"Owned by a Bank or Trust Company under a Security Agreement filed under the Interstate Commerce Act, Section 20c".

Please return all additional copies of the enclosed counterparts not required by the Interstate Commerce Commission to the party delivering this letter on our behalf.

Very truly yours

  
Martin B. Goodman  
Vice President-Legal Services  
Itel Corporation, Transportation Services Group

TWO EMBARCADERO CENTER  
SAN FRANCISCO  
CALIFORNIA 94111  
(415) 955-9090  
TELEX 34-234

*David M. Schwartz*  
*David M. Schwartz*

RELEASE AND ASSIGNMENT

MAR 6 1978 - 3 22 PM

## INTERSTATE COMMERCE COMMISSION

In consideration of \$198,242.52 and other valuable consideration, FMC Corporation, a Delaware corporation (the "Builder"), the Builder under a conditional sale agreement (the "Conditional Sale Agreement") with IteI Corporation, Rail Division, a Delaware corporation ("IteI"), recorded on 20 January 1978 with the Interstate Commerce Commission as recordation #9208, hereby releases and discharges IteI from any and all liability or other obligation which IteI may have under the Conditional Sale Agreement. Further, the Builder hereby assigns to IteI all of the Builder's right, title, and interest in and to 6 general service boxcars, numbers MR-2400 through and including MR-2405, which cars are covered by the Conditional Sale Agreement.

FMC CORPORATION

By: Daniel C. Smith  
Daniel C. Smith  
Vice President

[SEAL]

ATTEST:

Robert L. Day  
Assistant Secretary

STATE OF ILLINOIS  
COUNTY OF COOK, SS:

On 27 February 1978, before me personally appeared Daniel C. Smith, to me personally known, who being by me duly sworn, says that he is the Vice President of FMC Corporation, that the seal affixed to the foregoing instrument is the corporate seal of that corporation, that said instrument was signed and sealed on behalf of that corporation by authority of its Board of Directors, and he acknowledged that the execution of that instrument was the free act and deed of that corporation.

Karen Nelson  
Notary Public

My Commission Expires September 23, 1979